

Appendix F to DIR Contract No. DIR-SDD-2111

Acquisition Entitlement to Passport Advantage

License Migration Request

Purpose of this document

This Agreement is subject to the terms of the DIR Contract, DIR-SDD-2111. In the event of conflict between the terms of this Agreement and DIR Contract No. DIR-SDD-2111; the DIR's contract terms shall control. This Acquisition Entitlement to Passport Advantage License Migration Request ("Request") is for use when migrating a Customer's license and Software Subscription and Support (or equivalent) entitlements for software products previously licensed to them by an IBM-acquired company (detailed in Table 1) from their current Site (the "source Site") to a Passport Advantage (PA) or Passport Advantage Express (PAE) Site (the "target Site), where both source and target Sites are within the Customer's Enterprise. This migration can occur with or without a sales transaction.

Capitalized terms used but not defined in this Request have the meaning given to them in the Agreement (either International Passport Advantage Agreement or the International Passport Advantage Express Agreement).

Please select ONE of the following three options and complete the Request as indicated:

- ☐ **A** Migration of entitlements **to an already-existing and active PA/PAE Site**

Enter PA Agreement and Site number, or PAE Site number: _____

- ☐ **B** Migration of entitlements **to a NEW PA Agreement**

Note: The completed applicable PA Enrollment Form must be attached to this Request when selecting this option, or an online enrollment for a new **Originating Site** completed and the resulting Agreement and Site numbers entered here: _____

- ☐ **C** Migration of entitlements **to a NEW PA/PAE Site**

If a new **PA Additional Site** is to be created under an existing PA Agreement to receive the migrated entitlements, the applicable completed PA Enrollment Form must also be attached to this Request or an online enrollment for a new **PA Additional Site** completed and the resulting Agreement and Site numbers entered here: _____. If a new **PAE Site** is to be created to receive the migrated entitlements, contact and other Customer data will be copied from the existing non-PA/PAE Site unless otherwise communicated to IBM by the Customer.

By completing, submitting, and signing this Request,

- a. the person signing this Request on behalf of Customer represents that he or she has full authority to do so,
- b. Customer agrees to the terms of migration as set out in this document and DIR-SDD-2111,
- c. Customer agrees that it is responsible for, and will pay, any duty, taxes, levy, or other fees (including withholding taxes, fees, customs or other duties) which may be imposed by any authority for the import and export of any such software licenses and Software Subscription and Support. This excludes those taxes based on IBM's net income,

- d. Customer agrees that all licenses and other entitlements migrated to the target Site are subject to the Passport Advantage or Passport Advantage Express terms (as applicable) of the target Site. If it is currently in effect (i.e., not lapsed), Software Subscription and Support (or equivalent) coverage dates for the migrated entitlements will remain as they were at the source Site as of the date of execution of this request.
- e. IBM and Customer agree that when option B is selected, the following three (3) paragraphs amend the Customer's Agreement as described:
Section 1.3, "Definitions". Change the definition of "Anniversary" to read "Anniversary - the first day of _____." <Enter month only, e.g. December>
Section 1.3, "Definitions". Change the definition of "Effective Date" to read: "Effective Date – _____." <Enter full date, e.g. 10 January, 2011>
Section 1.8 RSVP Level". Replace the first sentence of the first paragraph with the following: "The initial RSVP Level shall be BL."
- f. Customer and IBM agree that Customer's current license and S&S (or equivalent) entitlements include the items listed in Table 1 that are the subject of this Request.
- g. Customer agrees to relinquish its rights to all entitlements as set forth in Table 1 and IBM agrees to authorize Customer to use the IBM programs listed in Exhibit A, Table 2 up to the quantities specified.
- h. Any payments outstanding from agreements between Customer and IBM and/or its acquired companies remain payable.

Table 1

Programs for which migration is requested:

License Part Number	S&S Part Number	Program Description	Quantity

Table 2

Resulting IBM Program entitlements after migration is complete:

License Part Number	S&S Part Number	Program Description	Quantity

This Request, the Agreement and DIR-SDD-2111 is the complete agreement regarding the migration of Customer's licenses and Software Subscription and Support (or equivalent) entitlements for software products previously licensed to them by an IBM-acquired company (detailed in Table 1) from their current Site (the "source Site") to a new Passport Advantage (PA) or Passport Advantage Express (PAE) Site (the "target Site"), where both source and target Sites are within the Customer's Enterprise. This Request replaces any prior oral or written communications, representations, undertakings, warranties, promises, covenants, and commitments between Customer and IBM regarding this migration. In agreeing to the terms of this Request or those of the Agreement, including any of its Attachments or Transaction Documents, neither party is relying on any representation that is not specified in this Request or in the Agreement. Additional or different terms in any written communication from Customer (such as a purchase order) are void.

Each party accepts the terms of this Request by signing it by hand or, where recognized by law, electronically. Once signed, i) any reproduction of this Request made by reliable means (for example, electronic image, photocopy or facsimile) is considered an original and ii) all licenses and Software Subscription and Support (or equivalent) entitlements specified in it are subject to it.

Agreed to:

Agreed to:

**INTERNATIONAL BUSINESS MACHINES
CORPORATION**

By _____
Customer Authorized signature

By _____
Authorized signature

Name (type or print):

Name (type or print):

Date:

Date:

Agreement number / Site number:

IBM Customer number:

Customer address: _____

